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From:

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Account Number : I20160000017  
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**MERGER OR SHARE EXCHANGE  
NEW HEALTH MD HOLDINGS, INC.**

Certificate of Status	0
Certified Copy	1
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Estimated Charge	<del>\$68.75</del>

\$55.00

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**ARTICLES OF MERGER**  
**MERGING**  
**NEW HEALTH HOLDING, LLC,**  
**A FLORIDA LIMITED LIABILITY COMPANY**  
**WITH AND INTO**  
**NEW HEALTH MD HOLDINGS, INC.,**  
**A DELAWARE CORPORATION**

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Pursuant to Section 605.1025 of the Florida Revised Limited Liability Company Act (the "Act")

New Health Holding, LLC, a Florida limited liability company (the "**Company**"), does hereby certify as follows:

**FIRST:** The name, state of organization or formation and type of entity of each of the constituent entities of the Merger (as defined below) are as follows:

<u>Name</u>	<u>State of Organization or Formation</u>	<u>Type of Entity</u>
New Health Holding, LLC 49-57465	State of Florida	Limited Liability Company
New Health MD Holdings, Inc.	State of Delaware	Corporation

**SECOND:** The merger (the "**Merger**") of the Company with and into New Health MD Holdings, Inc., a Delaware corporation (the "**Corporation**"), has been approved, adopted, certified, executed and acknowledged by the Company in accordance with §§ 605.1021 - 605.1026 of the Act, by the Corporation in accordance with the Delaware General Corporation Law, and by each member of the Surviving Company (as defined below) who as a result of the Merger will have interest holder liability under § 605.1023(1)(b) of the Act.

**THIRD:** The name of the surviving entity in the Merger (the "**Surviving Corporation**") shall be New Health MD Holdings, Inc., a Delaware corporation.

**FOURTH:** The Surviving Corporation is a foreign entity that does not have a certificate of authority to transact business in the State of Florida. The mailing address to which the Florida Department of State, Division of Corporations may send any process served pursuant to § 605.0117 of the Act and Chapter 48 of Florida Statutes is:

3399 NW 72 Avenue, Suite 227, Miami, FL., 33122

**FIFTH:** The Surviving Corporation agrees to pay any members of the Company with appraisal rights the amount to which members are entitled under §§ 605.1006 and 605.1061 - 605.1072 of the Act.

**SIXTH:** The Merger shall become effective at 12:01 a.m. (Eastern Time) on November 21, 2023.

[signature page follows]

Leslie Sellers 8004323622

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IN WITNESS WHEREOF, the undersigned have caused these Articles of Merger to be executed  
as of November 4, 2023.

**NEW HEALTH HOLDING, LLC,**  
a Florida limited liability company

By: Claudio Arellano  
Name: Claudio Arellano  
Title: Director/Authorized Person

**NEW HEALTH MD HOLDINGS, INC.,**  
a Delaware corporation

By: Antonio Feijoo  
Name: Antonio Feijoo  
Title: Co-Chairman

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